

CHILLING TALES OF HORROR

# BEWARE

MAY No. 15 10¢

BEWARE



A STORY TO MAKE YOUR SPINE TINGLE . . . !!

**'The FACES OF DEATH'**





WEB COMIC  
UNIVERSE.COM





# BEWARE

Volume 1, Number 15

MAY, 1953

ADOLPHE BARREAUX, Editor

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Story by **RICHARD KAHN**

Drawings by **HARRY HARRISON**

What was this nameless, dreadful creature that Prof. Crandell unearthed from the murky slime? It devoured all human beings who ventured into the territory of doom.

### NEVER CALL A GHOST

Story by **JESSE MERLAN**

Drawings by **JOHN FORYE**

Greed for gold impels Bert Winslow to call back to earth the wraith of his pirate ancestor, but when he gets his hands on the buccaneer's treasure, it does him no good.

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Story by **MARTIN SMITH**

Drawings by **GERALD ALTMAN**

The dummy carved from a stolen graveyard casket worked well—only too well, as Dr. Lito found out when his puppet took control and filled him with shuddering horror!

### CHILLS IN THE NIGHT

By **JESSE MERLAN**

Steve Hendon reached his home town late at night and passed some of his boyhood scenes, but what met him there was enough to drive the strongest man to gibbering madness.

### THE FACES OF DEATH

Story by **PAUL S. NEWMAN**

Drawings by **A. DE KEROSSET**

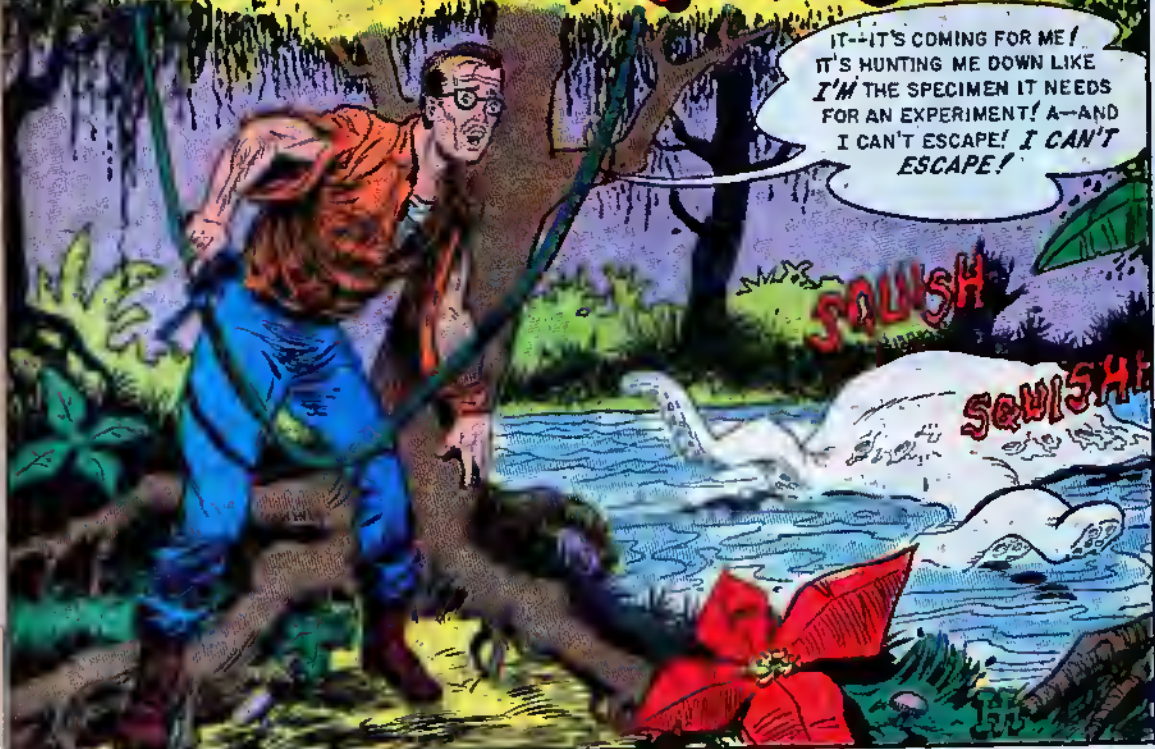
A strange and horrible creature comes out of the gloom to guide the artist's pen. When Elliot Niles pursues his visitor, he runs into stark, soul-shattering terror!

Cover Drawing by **HARRY HARRISON**

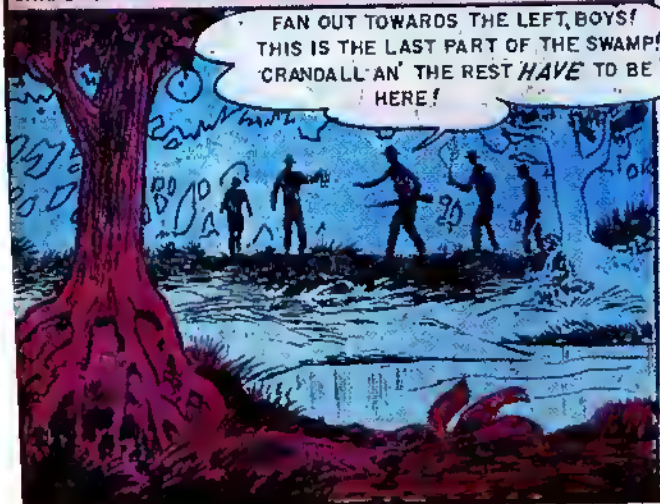


WHAT WAS THE WEIRD EXPERIMENT THAT PROF. GEORGE CRANDALL SACRIFICED HIS PROFESSIONAL CAREER FOR? AND WHAT WAS THE HIDDEN MEANING BEHIND THE DISAPPEARANCE OF MEN THAT ENTERED *KALGARD SWAMP*? THESE WERE THE QUESTIONS THAT FORCED THEMSELVES INTO THE TERROR-STRICKEN MINDS OF MEN WHO VENTURED TOO CLOSE TO THE EDGE OF MADNESS-- THE TERRITORY OF DOOM THAT CONTAINED...

# THE SWAMP HORROR



BLACK NIGHT--SHROUDED MOON--THE PERFECT SETTING FOR HORROR! A GROUP OF MEN MOVED GRIMLY THROUGH THE MURKY DEPTHS OF *KALGARD SWAMP*, IN LOUISIANA, SEARCHING FOR A CLUE THAT WOULD ENABLE THEM TO CONQUER THE UNKNOWN TERROR THAT GRIPPED ALL...



HEY!--FOUND SOMETHIN'! COME TAKE A LOOK! IT'S KINDA HEAVY--- LIKE IT HAS SOMETHIN' INSIDE IT. 'SIDES LIQUID!







YEP! THIS WHOLE BUNCH O' PAPERS WUZ ROLLED UP IN THE BOTTLE! THEY GOT WRITING ON 'EM!



WATCH IT, LEM! THERE'S SOMETHIN' BEHIND YOU!

OUT OF THAT OUAGMIRE OF SLIME, CAME A DEAD-WHITE HORROR TO CLAIM A MAN'S LIFE! TERRIBLE SCREAMS RANG OUT SHRILLY, BRINGING A CHILL TO THOSE WHO HEARD IT...

AGHHH! LET GO! HELP!! HELP! I'M BEING DRAGGED UNDER!!

START FIRIN' INTO IT, BOYS! HURRY!



IT-IT WON'T DIE! I'VE PUMPEO ALL MY BULLETS INTO THET THING-- BUT IT JUST KEEPS DRAGGING LEM INTO THE SWAMP!

BAM. BAM!  
ATIIIEEE

A DOZEN MEN SET TO WITH DESPERATE HASTE! ALREADY, ONE OF THEIR NUMBER HAD BEEN KILLED! THE FLAMES ROARED THROUGH THE SWAMP, BURNING EVERYTHING IN THEIR PATH! MINUTES LATER...

LOOK! THERE'S ANOTHER ONE O' THOSE TENTACLES! IT'S TRYIN' TO HOLD BACK THET FIRST TENTACLE--LIKE IT'S FIGHTING IT! COME ON! BURN IT! HURRY-- FORE IT GETS AWAY!

POUR KEROSENE ON IT! TAKE THE KEROSENE FROM THESE LANTERNS AND IGHITE IT!



IT'S BURNING, BOYS! WHATEVER IT IS, THE FLAMES MUSTA MADE IT WANT TO GET AWAY-- EVEN IF IT LAY AT THE BOTTOM O' THAT SWAMP!

I--NEVER SEEN NUTHIN' LIKE THIS IN MY WHOLE LIFE!





THEY WATCHED UNTIL THERE WAS NOTHING LEFT!  
AND WHEN THE LAST GLOWING EMBER HAD DIED IN  
THE NIGHT, THEY TALKED IN SUBDUED WHISPERS...

IT CAUGHT FIRE LIKE IT  
WAS MADE OUT O' PAPER!  
T-THAT THING WAS NO  
ANIMAL--BUT SOMETHING  
DIFFERENT--NOT OF THIS  
EARTH!

READ WHAT'S ON  
THE PAPER! MAYBE  
THAT'LL GIVE US A  
CLUE AS TO WHERE  
INSPECTOR COMMS  
AN' THE REST HAVE  
DISAPPEARED!



IT'S SOME SORTA DIARY! HEY! THIS  
IS PROF. CRANDALL'S HANDWRITIN'! I  
RECOGNIZE IT! LISTEN--!



"JANUARY 3RD...MAYBE I WAS A FOOL  
TO GIVE UP MY UNIVERSITY POSITION  
FOR THIS RESEARCH TREK INTO KAL-  
GARO SWAMP--BUT I BELIEVE I HAVE  
FINALLY TRACED THE ORGANISM THAT  
KILLS OTHER BACTERIA, TO THIS AREA.

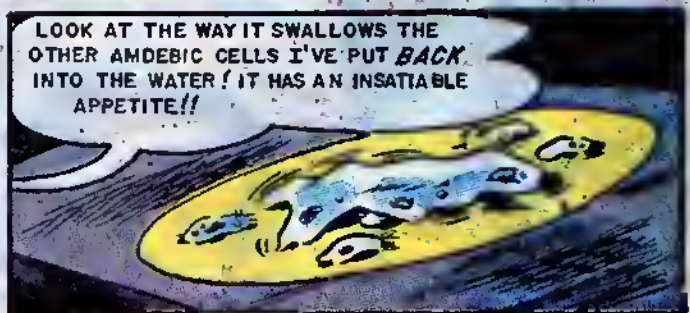
AMAZING! I'VE PURIFIED  
THIS SAMPLE OF SWAMP AND  
FILTERED OUT ALL LIVING  
ORGANISMS--BUT STILL THIS  
SMALL BLOB OF MATTER DEFIES  
HEAT AND DESTRUCTION!



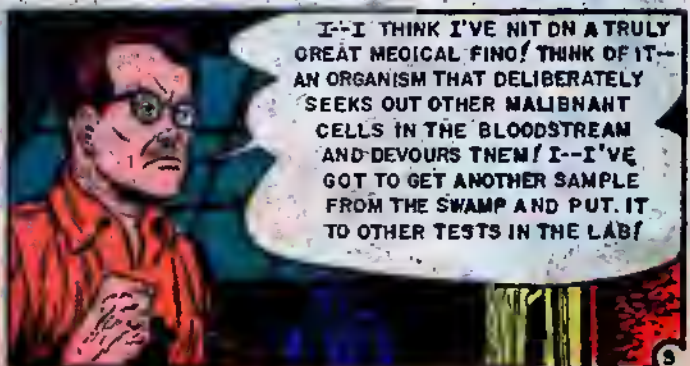
IT'S AS IF IT WERE  
MADE OUT OF A TOTALLY-  
DIFFERENT SUBSTANCE--  
AS IF IT WERE AN ALIEN  
ORGANISM TO EARTH! IT  
HAS ALL THE PROPERTIES  
OF THE PENICILLIUM-  
MOLD, BUT STILL IT  
DIFFERS!



LOOK AT THE WAY IT SWALLOWS THE  
OTHER AMEBIC CELLS I'VE PUT BACK  
INTO THE WATER! IT HAS AN INSATIABLE  
APPETITE!!



I--I THINK I'VE HIT ON A TRULY  
GREAT MEDICAL FIND! THINK OF IT--  
AN ORGANISM THAT DELIBERATELY  
SEEKS OUT OTHER MALIBNANT  
CELLS IN THE BLOODSTREAM  
AND DEVOURS THEM! I--I'VE  
GOT TO GET ANOTHER SAMPLE  
FROM THE SWAMP AND PUT IT  
TO OTHER TESTS IN THE LAB!





"JANUARY 4TH--THIS HAS BEEN A FANTASTIC, HORRIBLE DAY--YET A STRANGELY REWARDING ONE! TO BEGIN WITH, RAOUL, MY GUIDE, AND I ROWED OUT INTO THE DEEPEST RECESSES OF KALGARO SWAMP EARLY THIS MORNING...

...BUT IT IS DANGEROUS TO TRAVEL MORE, M'SIEUR CRANDALL! I WOULD NOT TAKE YOU ANY FURTHER!

OKAY, RAOUL! THIS IS GOOD ENOUGH!



HASTEN, M'SIEUR! THERE ARE BAD RUMORS ABOUT THIS PART OF THE SWAMP!

I'M ALMOST FINISHED CUTTING THIS--IT'S LIKE A GIANT FUNGUS-- ONLY INCREDIBLY STRONG!!



W-WHAT DO YOU PLAN TO DO WITH THAT?

ANALYZE ITS CHEMICAL PROPERTIES! I HOPE TO DEVELOP A SUBSTANCE FROM THIS THAT WILL KEEP ALL LIQUIDS FREE OF GERMS-- EVEN THE BLOOD!



UGH!! THERE! THAT SHOULD DO IT! IF MY THEORY IS TRUE, THEN WE'LL NEVER NEED FEAR SICKNESS AGAIN!

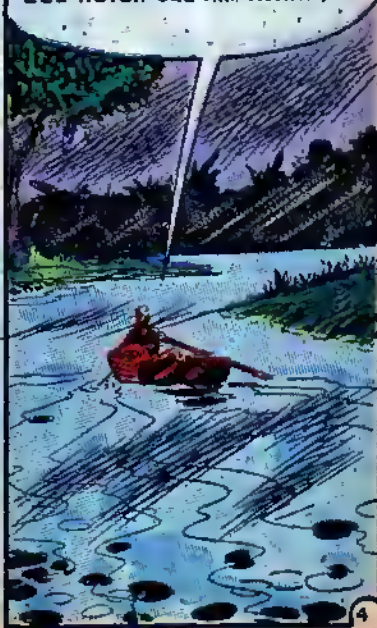


YOU CAN START-- RAOUL!! NOW WH-WHERE DID HE GO? HE'S DISAPPEARED WITHOUT A SOUND! HE MUST HAVE FALLEN OVERBOARD! BUT THERE'S NOT EVEN A BUBBLE TO MARK THE SURFACE.



"A CHILL OF IMPENDING DOOM COURSED THROUGH ME. IT NOW BECAME NECESSARY TO FLEE AT ONCE-- FOR THE FOG HAD BECOME DENSE...

GOT TO LEAVE HERE! GASP! GASP! I DON'T KNOW WHAT HAPPENED, BUT I'M SURE I'LL NEVER SEE HIM AGAIN!





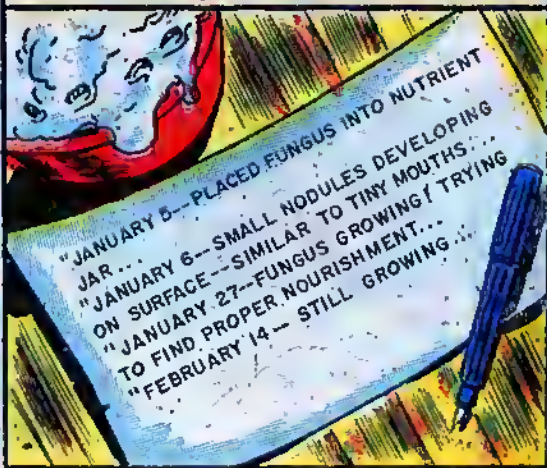
"HOW I RETURNED, I'LL NEVER KNOW! I REMEMBER CLUTCHING THE PIECE OF FUNGUS AND STAGGERING INTO MY LAB WITH THE APPROACH OF NIGHT...

IT-IT'S GLOWING BRIGHTLY IN MY HANDS! A-AND IT SEEMS TO BE PULSATING WITH SOME KIND OF INNER LIFE!



"I BURNED WITH CURIOUSITY TO SEE WHAT WOULD HAPPEN TO MY PRIZED SPECIMEN, AND SO I BEGAN WORK WITH AN INTENSE ZEAL!

"JANUARY 5-- PLACED FUNGUS INTO NUTRIENT JAR...  
"JANUARY 6-- SMALL NODULES DEVELOPING ON SURFACE-- SIMILAR TO TINY MOUTHS...  
"JANUARY 27-- FUNGUS GROWING! TRYING TO FIND PROPER NOURISHMENT...  
"FEBRUARY 14-- STILL GROWING...



"FEBRUARY 22-- MATTER HAS OVERGROWN ITS ORIGINAL JAR. AM TRANSFERRING IT INTO NUTRIENT-JELLY JAR FOR GREATER ROOM...

GOOD HEAVENS! THIS IS UNBELIEVABLE! IT'S EATING TEN TIMES ITS NORMAL WEIGHT!



I MUST PUT THIS DOWN IN MY NOTEBOOK! THE ORGANISM IS NOW CHARACTERIZED BY AN ABNORMAL DEVELOPMENT PECULIAR TO NO OTHER LIFE FORM ON EARTH!



**CRRASH!**

WHA--?



STOP!! STOP! IT'S EATING THAT RABBIT ALIVE!

**CRUNCH!**

**CRRUNNCH!**





"HAVE RE-TRANSFERRED FUNGUS INTO BARRED CAGE! IT IS DANGEROUS AND CONSCIOUS OF MY PRESENCE! SMALL TENTACLES TRY TO CLUTCH ME...

I CAN'T UNDERSTAND HOW IT LIVES, AND WHY IT NEEDS ANIMAL FOOD FOR ITS SUSTENANCE!

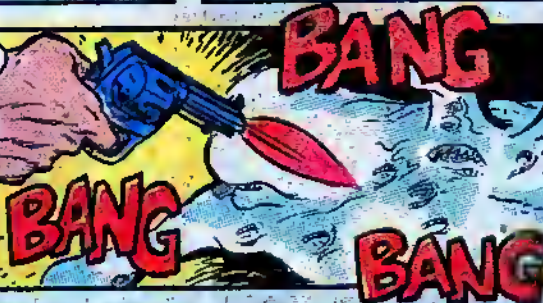


"MARCH 3--FUNGUS MATTER HAS CHANGED TO SLICK, SLUG-WHITE AMOEBA ORGANISM, TEN FEET LONG AND EIGHT FEET WIDE. IT IS UTTERLY VORACIOUS AND CAPABLE OF HARM...

I'VE CREATED A MONSTER! NOTHING CAN HOLD THIS GROWING NEHACE! I--I MUST DESTROY IT AT ONCE!



IT--IT WON'T DIE! I'VE SHOT OVER TWENTY BULLETS INTO IT, AND... THERE'S ANOTHER WAY!



I'VE POURED EVERY ACID I HAVE IN THE LABORATORY UPON IT--IT'S ANGRY! IT'S FLOWING TOWARDS ME!



I TURNED AND FLED, BUT THAT NIGHTMARE HORROR FLOWED AFTER ME WITH FANTASTIC QUICKNESS! SOON I WAS EXHAUSTED!

PUFF! PUFFS... I-- I'LL DOUBLE BACK! Y-YES... THAT'S IT! I MUST TRY AND FOOL IT!



I'LL-AAHIE!



CONTINUED ON SECOND PAGE FOLLOWING...



# STOP S.E.

(SKIN EMBARRASSMENT)

**FIRST COMPLETE KIT  
FOR TREATMENT OF SKIN BLEMISHES  
AVAILABLE ONLY IN EPI-KIT**



Are you ashamed to go to parties or dances because of your appearance? Do you avoid meeting people, especially of the opposite sex, because of your skin? Why suffer needlessly from pimples, acne, blackheads and blemishes?

The New Miracle Formula and EPI-KIT will amaze you with its 5 point attack.

## 1. EFFECTIVE HEALING

The EPI-KIT treatment has been tremendously successful for many reasons. The New Miracle Formula is most important. Also — its effective work continues 24 hours every day. It is skin colored and can be used at school, at work, on dates.

## 2. IMMEDIATE RESULTS

You will see some improvement after the first treatment! Unsightly pimples, blackheads and blemishes, are covered while the healing goes on. It can even be used as a base for cosmetics. It is greaseless and will not stain pillows or clothing.

## 3. DETAILED INSTRUCTIONS

You will be given a step-by-step set of simple instructions. Takes just a few minutes a day.

## 4. COMPLETE TREATMENT

In the kit you will get everything you need to carry out these instructions, including an ample supply of the Miracle Formula, cleansing agent, applicator, etc.

## 5. EXTRA HINTS

EPI-KIT gives you, in addition to everything mentioned above, hints on diet and foods to eat or to avoid. You also get information on Do's and Don'ts of skin care.

\*External caused.

### BONUS

Mail the coupon now and EPI-KIT will send you a 50c bonus certificate good on refill orders. (This offer may be withdrawn — so ACT NOW!

## NEW MIRACLE FORMULA 100% SUCCESS

REPORTED IN  
MEDICAL JOURNAL

EPI-KIT offers you, for the first time, the opportunity to take advantage of an amazingly successful experiment in skin care for only 1.98. Every one of the patients in this experiment followed instructions like you will get. The famous Dermatologist who conducted the experiment reported success in every case.

### NOTHING TO LOSE

Crown Laboratories, makers of EPI-KIT guarantee the results of this treatment. If you follow instructions and are not satisfied, return the kit and get a full refund. (No questions asked).



### MAIL COUPON TODAY!

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Rush EPI-KIT to me in plain wrapper with bonus coupon included. I understand that it is fully guaranteed to satisfy and help me. I will pay the introductory price of \$1.98 as follows:

Check one.

☐ Send C.O.D. I will pay small mailing charges.

☐ I enclose \$1.98 money order, check or cash. Crown Laboratories will pay mailing charges.

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CITY \_\_\_\_\_

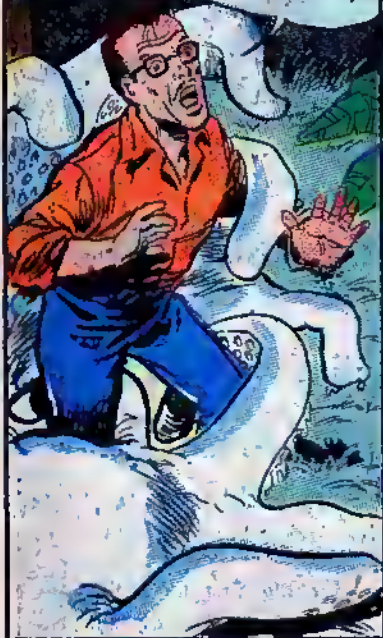
ZONE \_\_\_\_\_

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"BEFORE I COULD DODGE THAT MONSTROSITY--A WHIP-LIKE TENTACLE STUNG THE SIDE OF MY HEAD, NUMBING MY FLESH..."

"AHHIEEEE! HELP!! G-GET AWAY FROM ME!! YAAAAHH!"



"THEN I WAS FLUNG TOWARDS A GIANT BLACK WHIRLPOOL..."

HA, NA... YOU SHALL BECOME OUR SLAVE, MORTAL! WE HAVE STUDIED YOU AS YOU THOUGHT TO STUDY ONE OF OUR GROWING SEEDLINGS! WE ARE THE DINOGS, ALIENS, TO YOUR PLANET! WE HAVE BEEN DORMANT IN THIS SWAMP FOR EONS OF YOUR TIME... HA, NA...



"THE DINOGS HAD FOUND THAT HUMAN BEINGS MADE THE BEST FOOD. INSTEAD OF KILLING ME, THEY MADE ME THEIR 'BLACK SHEEP'-- TO LURE OTHERS INTO THE SWAMP AND DEATH..."

YOU SURE RAOUL IS HERE, DOC? HIS FAMILY'S KINDA WORRIED!

OF COURSE HE'S HERE, INSPECTOR COMMS! FOLLOW ME!



I DON'T SEE RAOUL! YOU BETTER TALK MIGHTY FAST, DOC!

YOU WON'T BE ABLE TO DO ANYTHING ABOUT IT, INSPECTOR! YOUR LIFE IS OVER!!



"THE DINOGS COULD UNITE AS ONE GIANT CREATURE--OR BRANCH OFF INTO HUNDREDS OF PARTS. THEY KILLED EVERY PERSON I LURED INTO THE SWAMP DURING THE FOLLOWING MONTHS..."

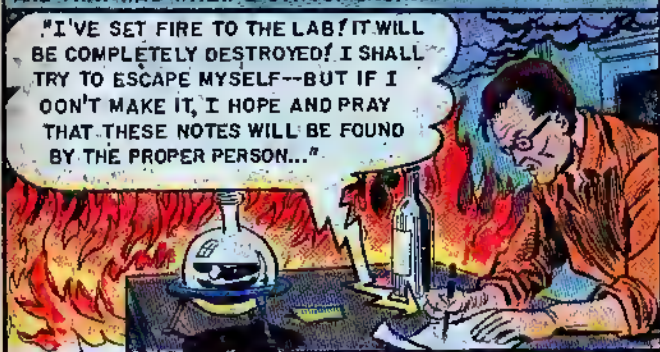
THERE IS NO ESCAPE-- NO ESCAPE!! HA, HA, HA.....!





"I WAS A MINDLESS SLAVE TO THEIR WILLS! AND EACH MORTAL THEY KILLED BECAME A PART OF THE WHOLE! THEY RELAXED THEIR CONTROL OVER ME ONLY AT NIGHT FOR A FEW MOMENTS, AND THAT WAS WHEN I STRUCK BACK."

"I'VE SET FIRE TO THE LAB! IT WILL BE COMPLETELY DESTROYED! I SHALL TRY TO ESCAPE MYSELF--BUT IF I DON'T MAKE IT, I HOPE AND PRAY THAT THESE NOTES WILL BE FOUND BY THE PROPER PERSON..."



HERE THEY COME! THEY'VE FOUND OUT WHAT I INTEND TO DO! THIS LOOKS LIKE THE END--BUT THEY'LL NEVER GET THIS BOTTLE!



THE GROUP OF MEN WERE SILENT! THE FIRES OF THE REMAINING TORCHES STILL FLICKERING IN THEIR HANDS...

READ ON, MAN! WHAT HAPPENED TO DOC CRANDALL?

I DON'T KNOW! THERE AIN'T NO MORE!



AWW! THAT'S FANTASTIC! I CAN'T BELIEVE SUCH A FAIRY TALE!

DON'T FORGET, JIM-- THAT WE *DID* FLUSH OUT THAT WEIRD-LOOKING ANIMAL IN THE SWAMP! IT'S JUST FUNNY WHY ALL THOSE TENTACLES TRIED TO STOP THAT SECOND TENTACLE FROM REACHING OUT TOWARDS US! THAT GAVE US A CHANCE TO THROW KEROSENE ON IT-- AND BURN IT UP!

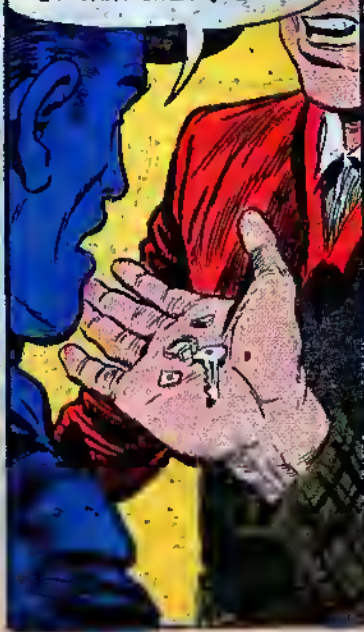


HEY, FELLERS! I BEEN SIFTING THE ASHES O' THAT SLUG-THING--AN' I'LL BE DANGED IF I DIDN'T FIND SOME BITS O' METAL AND OTHER THINGS!

LET ME SEE THOSE OBJECTS!



GOOD LORD! THIS HERE'S DOC CRANDALL'S UNIVERSITY RING! H--HE WAS EATEN UP BY THAT CREATURE!



YEAH--! BUT HE SAVED US! THAT SECOND TENTACLE ON THE SLUG-THING BELONGED TO *HIM*! HE KNEW WE HAD TO HAVE TIME TO SPREAD THAT KEROSENE-- SO HE THREW OFF THE COORDINATION O' THE MONSTER BY FIGHTING WITH HIS FELLOWS!

HE DIED SO THAT WE COULD LIVE!







# You get 'Shop Training' at home when you learn Television my way!

TRADITION'S IN TECHNICALS NEEDS NOW — A HEADS TO A TOP-PAY JOB IN MONTHS

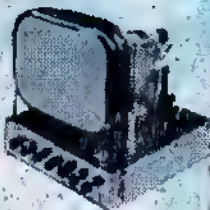
— Says R. C. Anderson, President of C.T.I. —

## A TRIPLE OPPORTUNITY FOR SUCCESS IN AMERICA'S FASTEST GROWING INDUSTRY

Why waste your time on a drudge job at low pay when you can learn to install and repair television sets so easily! As a technician, you can earn up to \$100 a week and more — with lots of opportunity for overtime. There's a shortage of technicians with 16 million sets now in operation. Experts say that within five years, 50 million receivers will be in use. What a chance to get in on the ground floor! You can quickly get a high-pay job with a dealer; open a shop of your own; or earn plenty of spare-time profits. C.T.I. trains you in months for success — at home in spare time.

### YOU BUILD and KEEP A 16-INCH TELEVISION SET

In addition to over 100 well-illustrated, step-by-step lessons, C.T.I. sends you tools, parts and tubes for building a top-quality television receiver. You get valuable experience, and you keep the set to use and enjoy. Note that you learn TV, not just radio!



### YOU GET 20 BIG KITS—BUILD TEST INSTRUMENTS



Besides assembling the television set, you also build your power supply unit; a fixed frequency generator; a grading bar generator (which creates a signal and makes testing possible even in remote areas). You build many circuits—get sound, comprehensive training applicable to any set, any make. You get special instruction with each kit.

### YOUR TRAINING IS KEPT UP-TO-DATE for 5 YEARS

Instruction material for 5 years is sent on any new developments—whether it may be color pictures, 3rd dimension or wall projection. This feature protects your tuition investment!

### PROOF! From students and graduates

"I have a very nice business in radio and television. I also sell television sets and gross \$6,000 a month."—A. J. Perri, Mich. "Since graduating, I have been repairing TV sets. I have more business than I can keep up with."—John Marshall, Ill. "I now have my own service shop. There are two of us and we keep busy all the time."—Vernon Rikell, Wis. "My income has increased 34%; my equipment has increased 300% in the last three months; and I can diagnose 75% of all TV defects at a glance. You made everything possible."—Frank Delta, Ill. "My C.T.I. training was good enough to promote me to the management of a TV and radio shop."—R. C. Miller, Wash. "I now own and operate my own shop."—Clifford Griffith, Ind.

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### INDUSTRIAL ELECTRONICS NEEDS 70,000

Within three years, it is estimated that over 130,000 technicians will be required to install and maintain home TV receivers. But there are big opportunities in industrial electronics, too! A leading trade magazine recently stated that the electronics industry could use possibly 70,000 well-trained technicians right now. Your C.T.I. training prepares you for many good jobs in this field, as well as for positions in communications.

## VALUABLE BOOKLET FREE!

We have prepared a valuable booklet entitled, "You Can Succeed in Television." It is jam-packed with facts. It describes your opportunities in television, and it tells how you can prepare for a well-paid position or a business of your own. Discover how easily you can learn television at home through C.T.I.'s famous shop-proved method . . . in months! Get the facts from the school that has graduated over 30,000 ambitious men! Mail coupon!

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Send valuable free booklet on course checked below:

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Name  Age

Address

City  Zone  State



# NEVER CALL a GHOST



**AD** DON'T CROSS THE DREAD BORDERLINE OF DEATH...NOT IF YOU'RE STILL ALIVE! IS YOUR HEART STILL BEATING...ARE YOUR EYES STILL OPEN? THEN DON'T YOU CALL BACK A CORPSE FROM THE COLD GRAVE! DEATH IS FOR THE DEAD...BUT WHEN A MAN COMMANDS A WITCH'S BLACK ARTS AND MUMBLED SPELLS TO RAISE A LONG-DEAD SPIRIT FROM THE GRAVE, HE LEARNS A HORRIBLE LESSON...

**"NEVER CALL A GHOST!"**

JOHN FORTE

BART WINSLOW, THE LAST OF THE WINSLOWS DECIDES HE CAN BE RICH...

THAT MIDNIGHT, AT AN OLD CRONE'S RETREAT, BART WINSLOW STARTS HIS UNHOLY PLAN...

WHY SHOULD I STAY POOR WHEN THIS OLD DIARY SAYS MY GREAT-GRANDFATHER ONCE BURIED MILLIONS IN GOLD!

YOU UGLY WITCH! IF YOU DON'T FETCH ME HIS GHOST...I'LL MAKE A GHOST OUT OF YOU!

DON'T MAKE ME DO IT...





THE HAG FALLS INTO A SWOON, AND TRIES TO MAKE CONTACT WITH THE DEAD...



MUMBLE YOUR SPELLS, GET ME MY GREAT-GRAND-FATHER, BART WINSLOW!

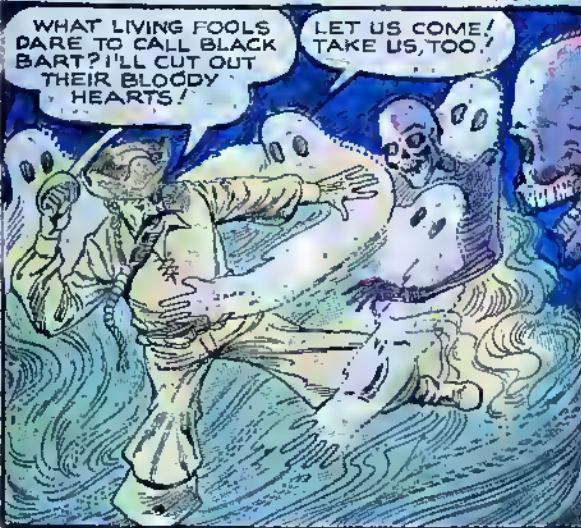
THE FOOL... HE DOESN'T KNOW WHAT EVIL FORCES HE'S AWAKENING!

'BART WINSLOW... WHEREVER YOU ARE... COME TO ME!'

UGH! I THINK I HEAR GHOST-VOICES... BUT I'M NOT AFRAID!



FROM THE RESTING PLACE OF THE LONG-DEAD, ONE PHANTOM TAKES MORE SOLID SHAPE...



WHAT LIVING FOOLS DARE TO CALL BLACK BART? I'LL CUT OUT THEIR BLOODY HEARTS!

LET US COME! TAKE US, TOO!

UNHAND ME, YOU WEAK PHANTOMS! I ALONE AM GOING BACK TO LIFE!

CURSES ON YOU!

YOU'LL BE BACK... HA HA HA!



THEY'VE RAISED ME FROM THE DEAD... AND MAYBE I'LL TAKE THEM BOTH BACK WITH ME!

HERE HE COMES... COMMAND HIM IF YOU DARE!



A DEAD WINSLOW FACES A LIVING WINSLOW!

IT'S BLACK BART, MY ANCESTOR!

I WAS HANGED AS A PIRATE IN 1854... BUT YOUR DEATH MAY BE MORE TERRIBLE THAN MINE!



QUICKLY, BART WINSLOW LETS BLACK BART KNOW EXACTLY WHAT HE WANTS FROM THE DEAD....



AS THE PHANTOM BLADE IS PULLED FROM THE WITCH'S HEART, YOUNG BART WINSLOW UPSETS THE FLARING LAMP...



IN THE SMOKE OF THE FUNERAL PYRE, ANOTHER PHANTOM TAKES SHAPE...



SOON, AT A DESERTED BEACH, BART WINSLOW DIGS INTO A FORGOTTEN GRAVE MADE FOR SIX PIRATES...





AT LAST BART WINSLOW UNCOVERS HIS REWARD FOR CALLING BACK THE UNEASY DEAD...



LOADING HIS GOLD INTO THE CAR, BART WINSLOW STARTS BACK TO THE CITY WITH THE TWO LAST BAGS OF TREASURE...



THEN COMES A HORRIBLE STRUGGLE BETWEEN THE LIVING AND THE DEAD...

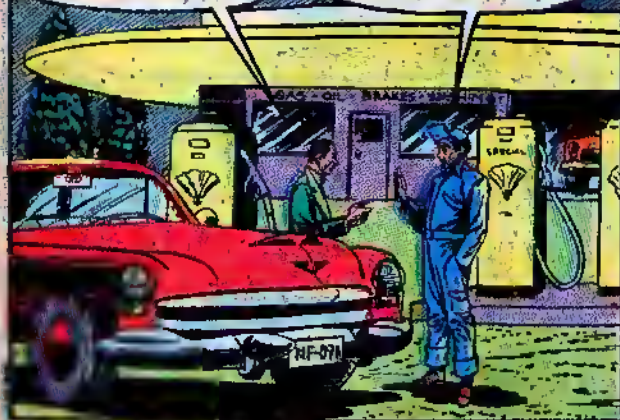




ON THE ROAD...BART WINSLOW STOPS FOR GAS...

10 GALLONS...AND  
HERE'S A GOLD COIN.  
KEEP THE CHANGE!

NO JOKES, MISTER!  
I GET DOLLAR BILLS...OR  
YOU GET NO GAS!



CAN I HELP?

EeEe! A GHOST!



I'M A GOOD MAN  
TO HAVE AROUND!  
WHERE DO WE GO  
FROM HERE?

MAYBE HE CAN'T  
STAND BRIGHT LIGHTS...



AT A ROAD HOUSE NIGHTCLUB...

HERE'S \$100 IN GOLD...  
LET ME IN!

KEEP YOUR BRASS  
COINS, MISTER! AND GET  
RID OF YOUR MASQUERAD-  
ING PAL, TOO!



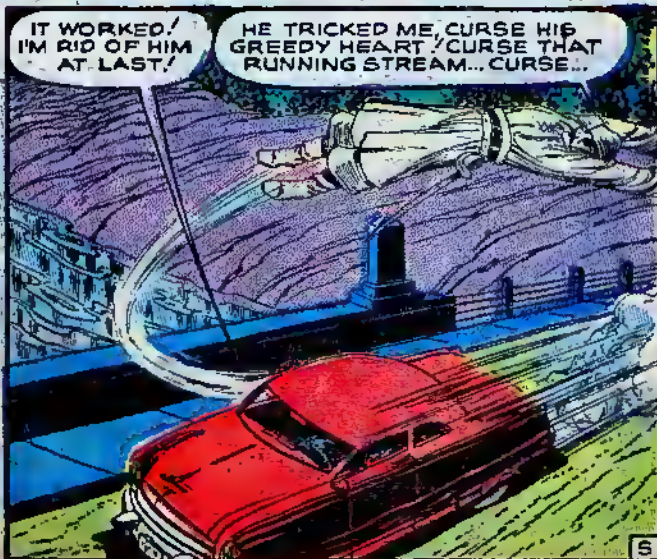
THEN THROUGH BART WINSLOW'S MIND  
FLASHES AN OLD SUPERSTITION...

I'VE GOT TO GET RID OF HIM! MMM...  
I'VE HEARD THAT GHOSTS CAN'T  
CROSS A RUNNING BROOK!  
THERE'S A BRIDGE  
AHEAD...



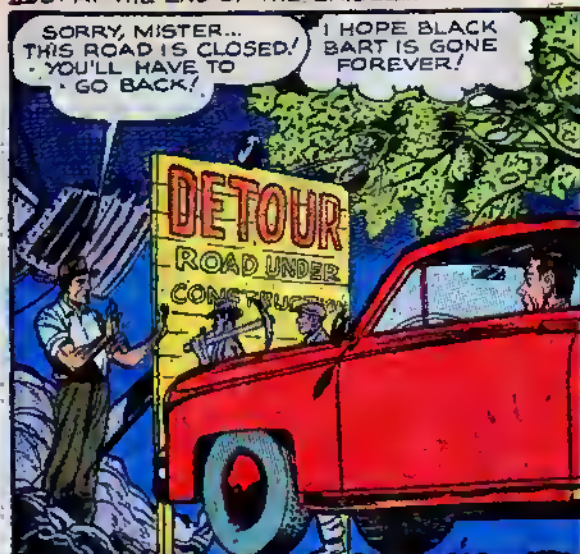
IT WORKED!  
I'M RID OF HIM  
AT LAST!

HE TRICKED ME, CURSE HIS  
GREEDY HEART! CURSE THAT  
RUNNING STREAM... CURSE...

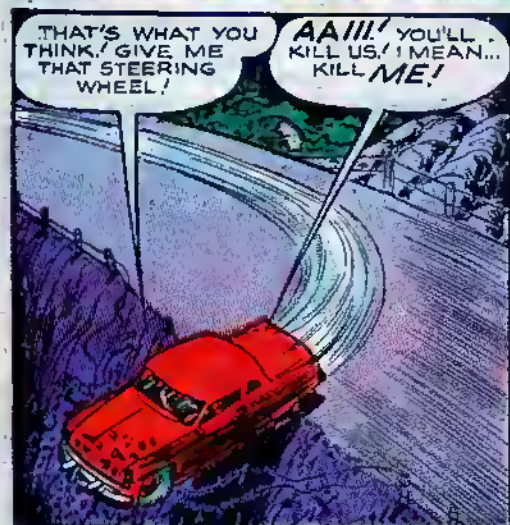




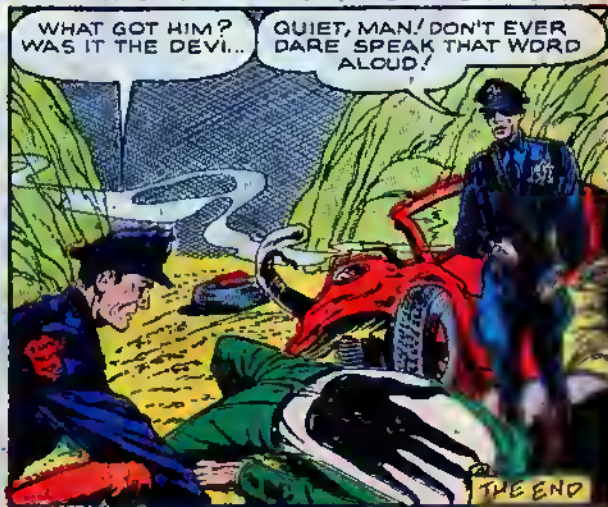
**B**UT AT THE END OF THE BRIDGE...



**B**ACK ACROSS THE BRIDGE, DEATH AGAIN SWOODS DOWN...



**N**EXT DAY, WHEN THE POLICE COME, THEY FIND AN INFERNAL MARK ON WINSLOW'S CHEST...





# THE Stolen Soul

"LITO" THE VENTRILOQUIST -  
HA! HA! YOU USED TO BE THE MASTER BUT YOU TOOK ME FROM AMONG THE DEAD TO BE YOUR PUPPET. BUT NOW YOU WILL DANCE AND SPEAK AS I TELL YOU -!  
HA! HA! HA!

IT WAS A PUPPET THAT DIDN'T BRING LAUGHS AND GAITY AS PUPPETS USUALLY DO.  
MAYBE IT WAS BECAUSE IT WAS MADE DIFFERENTLY... MAYBE IT WAS BECAUSE IT HAD ITS ROOTS AMONG THE DEAD... BUT DR. LITO, ITS CREATOR, DIDN'T REALIZE THAT HIS OWN SOUL WOULD BE FORFEITED WHEN HE INVADDED THE SACRED SANCTUM OF A GRAVEYARD IN HIS QUEST FOR A NEW PUPPET THAT WAS DESTINED TO BECOME HIS MASTER!

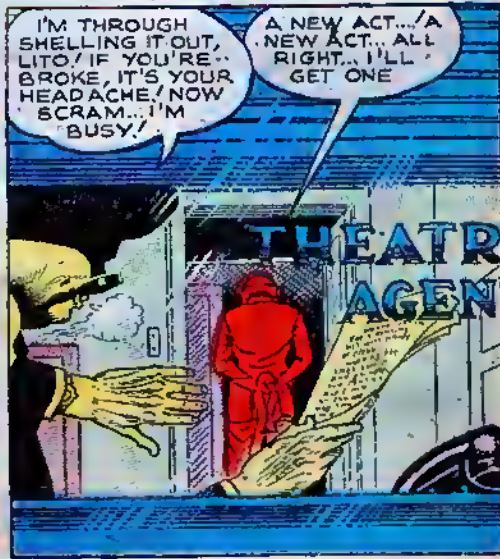
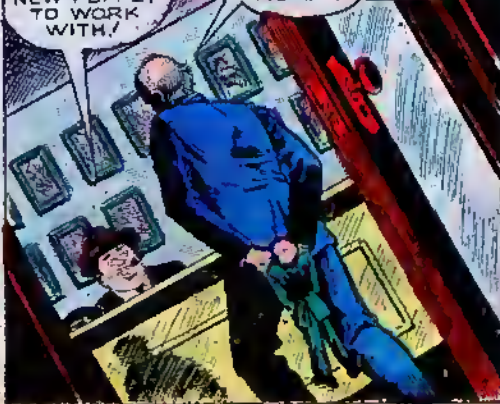
AS A VENTRILOQUIST, DR. LITO WAS SOMETHING OF A FLOP. MAYBE IT WAS BECAUSE THE PUPPETS HE WORKED WITH NEVER CAUGHT ON. BOOKINGS WERE GETTING SMALLER AND FAR BETWEEN!

YOU'RE WASHED UP, LITO. I CAN'T BOOK YOU ANYWHERE. YOU NEED A NEW ACT... A NEW PUPPET TO WORK WITH!

BUT I'M BROKE! I HAVEN'T EVEN ENOUGH MONEY TO BUY THE WOOD TO CARVE A NEW PUPPET. LEND ME A FEW DOLLARS... ENOUGH TO GET STARTED AGAIN!

I'M THROUGH SHELLING IT OUT, LITO. IF YOU'RE BROKE, IT'S YOUR HEADACHE. NOW SCRAM... I'M BUSY!

A NEW ACT... A NEW ACT... ALL RIGHT... I'LL GET ONE





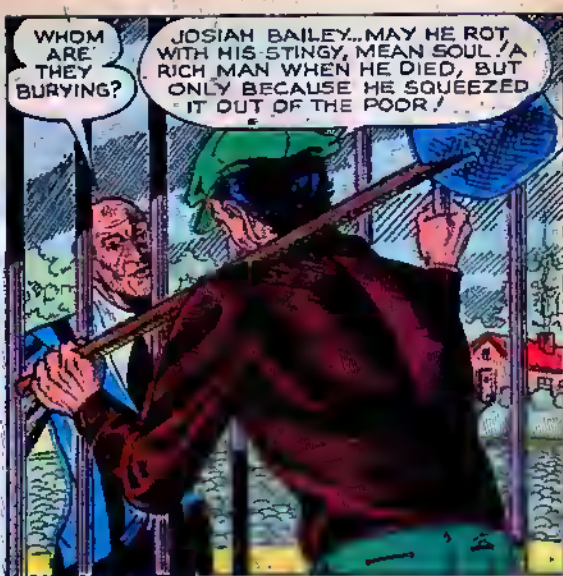
**L**ITO SCoured EVERYWHERE IN SEARCH OF THE LUMBER TO CARVE HIS NEW PUPPET AND ONE DAY HIS SEARCH TOOK HIM TO A NEARBY CEMETERY...



**Y**ES... LITO HAD HEARD OF THE OLD MAN, HIS PENNY-PINCHING HAD EARNED HIM THE REPUTATION OF A MAN WITHOUT A SOUL, A THOUGHT STIRRED WITHIN LITO...



**B**y DINT OF MUCH EFFORT, HE BROUGHT THE CASKET UP FROM ITS NATURAL RESTING PLACE AND THEN HESITATED FOR ONLY A MOMENT...



**A**ND THAT NIGHT, WITH ONLY A PALE MOON ILLUMINATING THE LAST RESTING PLACE OF THE DEAD, LITO FOUND HIS WAY BACK TO JOSIAH BAILEY'S GRAVE...



**H**E WENT BACK TO HIS DINGY ROOM WITH PIECES OF THE FINE CASKET WOOD FROM WHICH HE FASHIONED A NEW PUPPET... A PUPPET THAT WAS CREATED CAREFULLY... ALMOST WITH LOVING HANDS...





AND SO LITO STARTED TO REHEARSE A NEW ACT... BUT AS HE WRACKED HIS MIND FOR WORDS, HE SUDDENLY HEARD LITTLE JOEY SPEAK...



LITO HAD ALL HE COULD DO TO KEEP FROM BOLTING THE ROOM IN FRIGHT, BUT EVEN AS SHIVERS CRAWLED OVER HIM, HE REALIZED HE HAD CREATED SOMETHING UNUSUAL... AND RUSHED TO HIS AGENT...

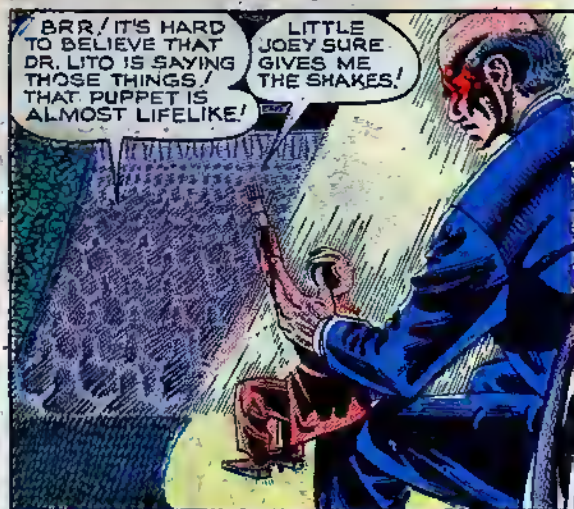


LITO STARTED TO EXPLAIN... THEN THOUGHT BETTER OF IT AS THE AGENT EXCITEDLY CLUTCHED HIS ARM...





AND SO LITO FOUND ANOTHER BOOKING AND THE STRANGE PUPPET WAS AN INSTANTANEOUS SUCCESS...



BACK IN HIS DRESSING ROOM, DR. LITO FOUND A STRONG COMPULSION TO GET THE STRANGE PUPPET OUT OF HIS SIGHT...

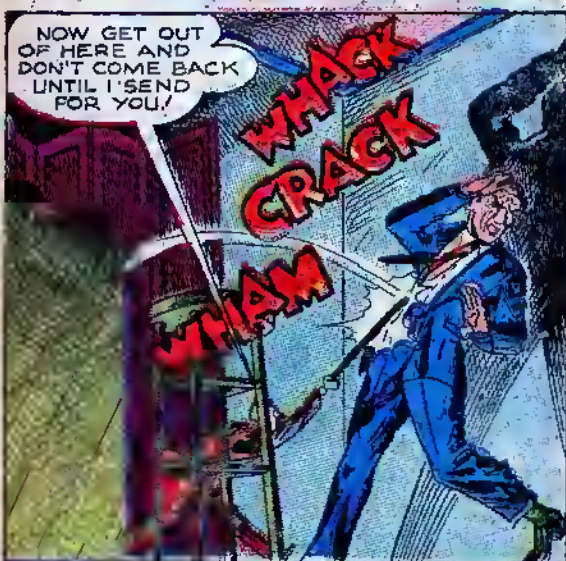
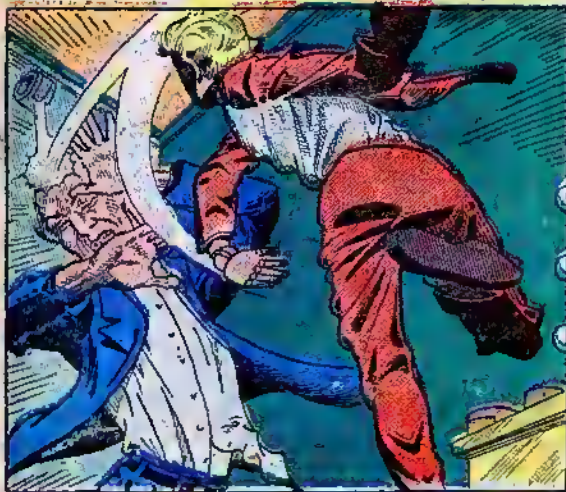


BUT IN SPITE OF THE FRIGHT AND TERROR IN WORKING WITH THE STRANGE PUPPET, SUCCESS AND MONEY MADE IT SOMEWHAT BEARABLE... THAT IS, UNTIL THE NIGHT HE WENT FOR THE PUPPET FOR HIS OPENING ACT...

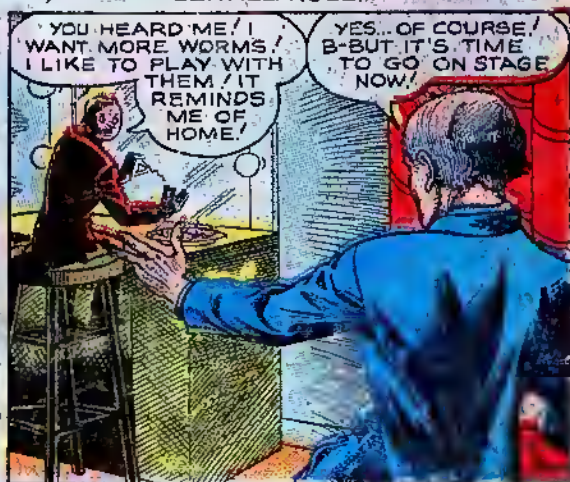




FOR A LONG MOMENT, HE STARED AT THE PUPPET... HIS MIND TRYING TO GRASP WHAT HE HAD CREATED; AND THEN HE SLOWLY ADVANCED TOWARD IT...



FROM THAT DAY ON, THE PUPPET ASSUMED MORE AND MORE AUTHORITY... BECAME EVEN MORE DEMANDING AS LITO PLAYED A SERVILE ROLE...



BUT EVEN MORE TERRIFYING THAN THE DOMINATION OF THE PUPPET WAS THE SLOW CHANGE LITO NOTICED IN THE PUPPETS' FEATURES!











# ELECTRONIC WALKIE TALKIES

ELECTRO-MAGNETIC CHASSIS.  
U. S. GOVERNMENT PATENT NO. 2,536,179



## TWO-WAY WALKIE TALKIES



**TWO-WAY COMMUNICATIONS:** Set consists of TWO (2) "Transceivers" ready to hook up between any two points: No license needed! Powered by new patented Remco electro-magnetic chassis. Practical, foolproof operation is guaranteed.

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The REMCO plug-in crystal adapter and special aerial attachment will permit reception on broadcast frequencies. Adapter, aerial attachment only \$1.98 (Optional). Sets are ruggedly constructed of high quality injection molded plastic; engineered for utility and extra long service. This is not a kit but a factory tested and guaranteed communication system. Guaranteed — or your money refunded in full.

## RADIO BROADCASTING



## Certificate of Guarantee

If either of your Walkie Talkie Sets should stop operating for any reason, our factory engineers will repair and return it to you at absolutely no cost.

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EMPIRE MERCHANDISING CO., 63 CENTRAL AVENUE, OSSINING, N. Y.



# CHILLS IN THE NIGHT

By JESSE MERLAN

IT was a cold and moonless night when Steve Hendon stepped from his train on to the deserted railroad station. Dark clouds scudded across a starless sky, and as his train gave one last mournful whooo-o-o and slid on into the night, Steve shivered despite his warm clothing. Somehow, for the last few hours, while he'd been approaching Ferndale, he'd had a strange feeling of something wrong, of something terrible or horrible about to happen. He couldn't shake this feeling off.

And it was odd that he should feel depressed or have such terribly disturbing thoughts. Ferndale was his home town; he'd been born here, raised here . . . and his childhood had been quite usual and happy. His father, a small grocer, his mother a happy and busy woman, and all his childhood and young manhood full of the usual play and fun. And then had come a better job in the big city, and now it had been twelve years since he'd visited Ferndale, the town of his birth.

Steve stepped from the station platform carrying his bag and went down a side street, knowing exactly which short-cut to take to get him to his mother's house. This was a surprise visit. No one knew he was in town. In the last dozen years his folks and friends had always come to the city to visit him, he'd been that busy with his career. And now at last to come home . . . and to have this strange feeling of dread and horror . . . AGGHHH . . . Steve shook a shiver and chill from the base of his spine, and kept walking through the dark streets.

He turned from Pine Street down into Spruce and suddenly many memories came tumbling back into his mind, chasing for a moment the strange feeling of fear that retreated within his brain. Pine and Spruce, he thought, and there's where we used to play baseball. Yes, that was the old lot . . . a big ball field, too . . . and now they must have built something there because there's a big wall all around it and an iron fence and . . . Steve tried to see through the fence and tried to think of what might be over the wall. But the night was too black, there was no moon, and Steve tucked his warm coat closer under his chin and kept trudging on toward home.

On the next corner, a flickering street light almost lit up what had once been the old baseball field, and Steve thought he saw the shine of smooth marble walls . . . but the light was too dim for real vision. Probably built an office and factory there, he thought. And Jim Grey and I used to have such fun playing ball there.

Walking along the wall and fence, every memory of Jim Grey suddenly became sharp and clear in his mind. Jim Grey; good old Jim. His best friend, catcher on the ball team when he was pitcher, roommate at college, he'd been best man at Jim's wedding; strange that he hadn't gotten a letter from Jim in the last month. Jim always wrote to him, always had written. Jim Grey managed the small hotel in Ferndale. Steve Hendon promised himself that he'd drop in on his mother and dad and then call Jim on the phone and maybe they could spend a little time together next day, reliving old memories. Jim had been such a good friend . . . always would be his friend. Steve spoke aloud:

"I wish I could see Jim now. Maybe he'd help get rid of this strange feeling I've had tonight. Yes . . . I wish I could see Jim."

THEN, suddenly, from the gloom along the wall, about 50 feet ahead, a dark figure seemed to come out of the shadows and walk toward Steve. "Strange that I didn't see that man before," thought Steve, "I guess I've been thinking so hard about Jim that I haven't noticed things the last few seconds. Wonder who that chap is who's coming toward me."

In the next ten seconds Steve's unspoken wondering was answered. The man's figure came closer and closer, and as it came Steve recognized the walk, the height of the man, the shape of his face . . . why, there was only one man who looked like that and walked like that. The figure was just about to walk past Steve when Steve shot out his hand and grabbed the man's coat.

"Jim!" Steve almost shouted in surprised glee. "Jim! You've answered my thoughts! Imagine meeting you walking down here by the old ball field. I was thinking about you, about us . . . Jim! What's the matter with you!"

For Jim didn't seem to share Steve Hendon's glad surprise. Strange, because Jim had always been so quick and alive and ready with words. And now it was only Steve Hendon who kept talking and talking and pumping Jim Grey's hand and shaking Jim Grey by the elbow.

"Why so quiet, Jim? Aren't you glad to see me? What are you doing out so late? Do you know it's past two o'clock? I just got in on the last train. How's the wife, and the children? Speak up, man."

Jim Grey, for a moment, seemed to want to



pull away from Steve's bandshake and almost-encircling arm . . . but then Jim turned and fell into step beside Steve and the two walked down the lightless street together. From far ahead of them a single street lamp flared fitfully, above them the dark clouds scurried and a whining wind moaned. At last Jim Grey spoke:

"I'll walk with you, if you want me to so much. But I shouldn't be walking with you . . ." Jim Grey's voice was low and soft and seemed to come from far away. Steve Hendon could just about bear him. "I've thought of you too a lot, Steve. Of the good times we used to have, and the good friends we always were . . . and then you came walking past the wall . . ." Jim Grey's voice trailed away into a whisper, then into silence.

Again that cold shiver of fear and horror that had annoyed Steve lately . . . that shiver came back and shook Steve's heart and soul. Was this the Jim Grey he'd known? Something was wrong here . . . something . . .

Jim Grey's soft voice began again. "Steve, I can see you don't know anything about what's happened here in Ferndale in the last nine days. My last letter to you was written before that, and now here you come to Ferndale and you don't even know what they did with the old ball field years ago. Ball field . . ." A choking moan seemed to close Jim Grey's throat, and again Steve shivered.

Steve looked at Jim, looked at him as well as the poor light would let him. Jim Grey seemed to be thin and pale. His face was almost bloodless, and now Steve remembered that Jim's hand had been cold and icy when he grasped it. Suddenly, Steve's concern shaped hurried words on his lips. "Jim . . . you're not ill? You don't look well; you don't talk like yourself. Are you ill? Tell me . . ."

Jim Grey's pale face twisted slightly into a friendly smile, a sad smile. "No, Steve, I'm not ill . . . it would be a lot better . . ." Jim's voice trailed into an agonized whisper. "Listen, Steve . . . I can't stay here . . . I've got to go now. But before I go I want you to give this to Martha, my wife Martha. I know you'll be going past there before I do . . . much before I do. Give her this ring . . . tell her I want her to keep it."

And into Steve Hendon's hand Jim Grey pressed a shiny, gold ring with a small diamond set in the top of it. Steve took the ring. Steve's feelings and thoughts were all confused now. As Steve clutched the ring, and as Jim released it, Steve's mind was in utter confusion. There were a thousand questions, a thousand fears. Why did Jim want him to take this message-ring to Martha? Why wasn't Jim going back to Martha? Why was Jim so sad? Why . . . why . . . why . . .

But before Steve could speak again, Jim

Grey whispered a sad and soft "Good-bye, Steve." And then Jim Grey walked through an open gate in the brick wall they'd been walking alongside of. And before Steve knew it, he was alone again. Steve didn't try to explain his thoughts or feelings, although he did try to guess that perhaps Jim Grey worked in the office or factory or whatever it was behind the brick wall that now encircled the old ball field. But Steve was all confused; and again those day-long and night-long feelings of horror and fear reared themselves in his mind and soul.

**SQUEEZING** the gold ring Jim had given him, Steve made a quick decision. His step now faster, he struck across an open field. This was the way to another end of town, the way to Jim Grey's house. Some horrible dread forced Steve on, faster and faster. He just had to get to Jim's house. Maybe Jim's wife Martha could explain why . . . could explain everything . . . everything about this weird meeting with Jim.

Within seven minutes Steve Hendon was at Jim's house. And there was a light in the upstairs window, in the bedroom. As Steve walked up the porch steps, whoever was in that lighted room must have heard him. Because the hall and porch lights switched on, even though it was past two in the morning, and then Steve heard footsteps coming down the stairs.

Martha Grey herself opened the door to Steve. And Steve should have realized the meaning of what his eyes saw. Because Martha was dressed all in black, dressed as a person dresses after a death in the family.

His mind stunned, his terrible thoughts still unproven, Steve Hendon held out the gold and diamond ring to Martha Grey. "I met Jim down by the old ball field. He seemed to be so sad and disturbed . . . I don't know what's wrong. But he asked me to give you this . . . and he asked you to keep it forever. What does it all mean, Martha?"

For an instant Martha's eyes only widened in terror, and her mouth fell open in horror. Then she spoke, spoke in a twisted moan that rose and rose till it ended in a shriek.

"You . . . you met Jim by the ball field? That ball field has been a cemetery for the last four years . . . it's the town graveyard. And Jim was sick for three weeks . . . and he died four days ago . . . and we buried him there . . . in the graveyard, the graveyard that used to be a ball field. And I myself . . . I . . . I put that ring on Jim's finger just before the undertaker closed the coffin . . ."

Martha fell senseless to the floor, her eyes rolled back white with horror. The gold ring fell from Steve's hands . . . and then Steve Hendon knew the meaning of the word . . . FEAR.



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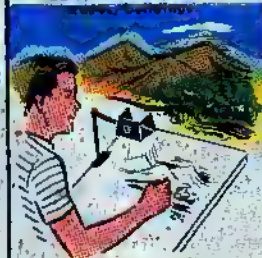
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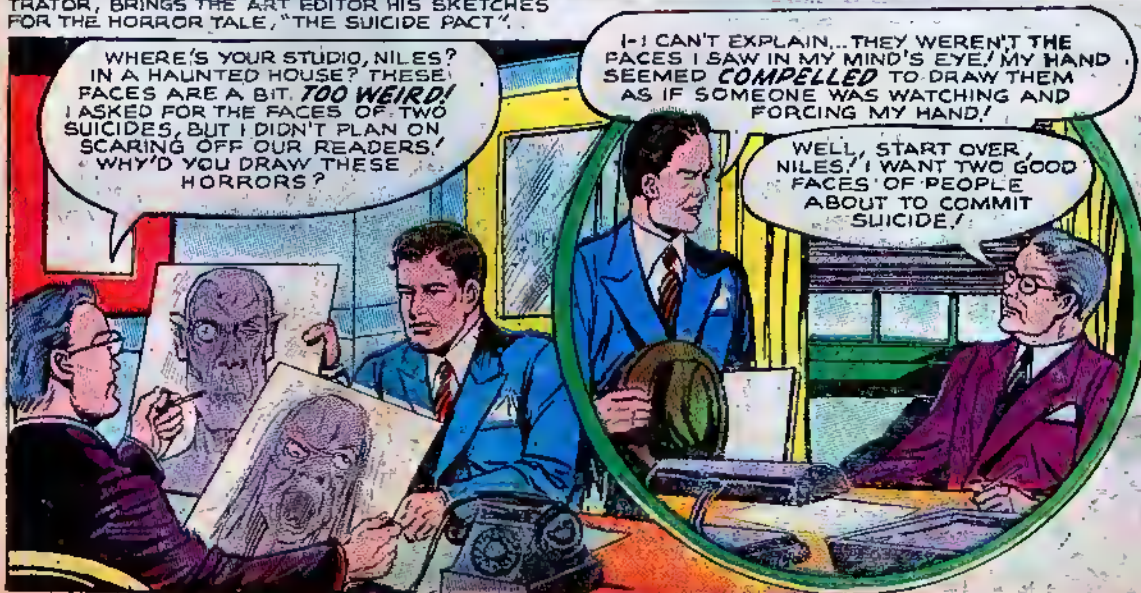


WHAT INSPIRES AN ARTIST WHEN HE DRAWS A PICTURE? SOMETIMES, IT IS A VISION OF BEAUTY, BUT WITH ELLIOT NILES, IT WAS THE TERRIFYING VISION OF A GRAVE-KEPT SECRET! AND WHEN HE BELLOWED HIS DEFIANCE AT THE POWERS OF THE WORLD BEYOND, A MACABRE CIRCLE OF MOLDY, LOATHFUL, FLESH-ROTTING FIGURES CLOSED IN ON HIM AND HE LEARNED TOO LATE, THAT ONE SHOULD NEVER DRAW...

# The **FACES** of **DEATH**

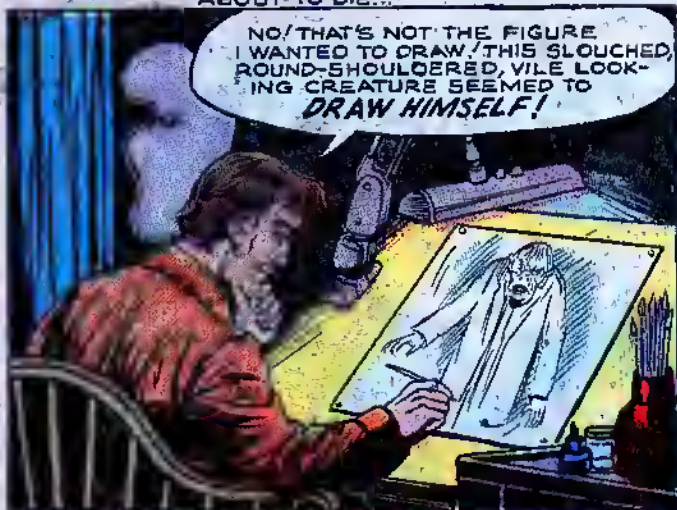


ELLIOT NILES, A SUCCESSFUL MAGAZINE ILLUSTRATOR, BRINGS THE ART EDITOR HIS SKETCHES FOR THE HORROR TALE, "THE SUICIDE FACT".





AS NIGHT FALLS, ELLIOT NILES WORKS BUSILY IN A CORNER OF HIS STUDIO, TRYING TO CAPTURE ON PAPER THE CONTORTED FEATURES OF A MAN ABOUT TO DIE...



BUT THE SLOUCHED, BENT FIGURE ONLY RECEDES INTO THE DARK / NILES RACES FORWARD AND FLICKS ON THE LIGHT SWITCH!



BUT AS NILES STARTS FOR THE SINISTER FIGURE, IT BOLTS THROUGH THE FRENCH DOORS INTO THE DARK NIGHT AND SEEMS SWALLOWED UP IN THE BLACKNESS! NILES RETURNS TO HIS DRAWING, HIS EYES FILLED WITH TERROR...





SHAKEN BY THE STRANGE INTRUDERS FANTASTIC ACT, NILES NEVERTHELESS REDRAW THE FACE FROM MEMORY AND SUBMITS THE SKETCH...

THAT'S MORE LIKE IT! THIS GUY LOOKS LIKE HE'D COMMIT SUICIDE, INK IT AND MAKE THE SECOND FACE AS REALISTIC. I'LL NEED THE FINISHED JOB IN THREE DAYS!



THAT EVENING, WITH A CHILL SENSE OF FOREBODING, NILES SETS TO WORK INKING IN THE BENT, HUDDLED FIGURE OF THE IMAGINED SUICIDE. SUDDENLY ACROSS THE WHITE PAGE INK SPILLS...

RUINED! THE PICTURE'S RUINED! BUT HOW'D THE BOTTLE SPILL... I KNOW I PUT THE LID BACK ON TIGHTLY!



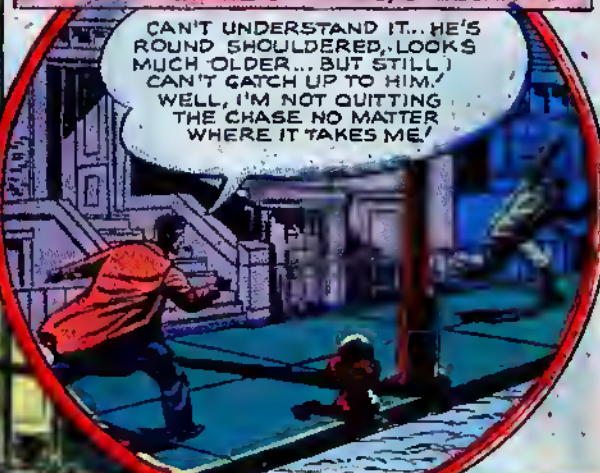
YOU AGAIN! ... I DON'T KNOW WHY YOU'VE COME, BUT I'LL MAKE SURE YOU CAN'T RETURN AGAIN TO SPOIL MY WORK!

GOODNIGHT, ELLIOT NILES! AND REMEMBER... WHEN YOU DRAW MY FACE YOU SUMMON ME BACK!



DOWN THE DARK STREETS, NILES PURSUES THE PHANTOM INTRUDER, WHOSE BENT FORM KEEPS JUST AHEAD OF NILES AND WHOSE MYSTERIOUS FACE STAYS IN THE SHADOWS, UNSEEN...

CAN'T UNDERSTAND IT... HE'S ROUND SHOULDERED, LOOKS MUCH OLDER... BUT STILL I CAN'T CATCH UP TO HIM! WELL, I'M NOT QUITTING THE CHASE NO MATTER WHERE IT TAKES ME!



SUDDENLY, THE SHADOWY FIGURE TURNS DOWN A DESERTED ROAD, AHEAD LOOM SILENT ROWS OF EERIE MOONSWEPT TOMBSTONES...

THE CEMETERY! SO THAT'S WHERE THIS CHARACTER'S LEADING ME. WELL IF HE THINKS HE CAN SHAKE ME THIS WAY, HE'S WRONG! I DON'T SCARE EASILY AND I DON'T BELIEVE IN GHOSTS!



BUT THE DARK FIGURE MAKES A SHARP TURN AND STARTS DOWN AN OVERGROWN PATH, AT THE END OF WHICH LIE MACABRE, UNATTENDED GRAVES OF THE SEEMINGLY FORGOTTEN DEAD.

A SECOND GRAVEYARD... B-BUT WHAT'S THIS ONE FOR? WHY IS IT SET OFF FROM THE MAIN CEMETERY?





**S**UDDENLY, THE BENT, SHADOWY FIGURE VANISHES, LEAVING NILES TREMBLING BEFORE THE CEMETERY RUINS, WHOSE FOUL DECAY HINTS OF SOME STRANGE UNFORGIVEN CRIME THAT MARKS ALL IT'S LIFELESS DWELLERS...



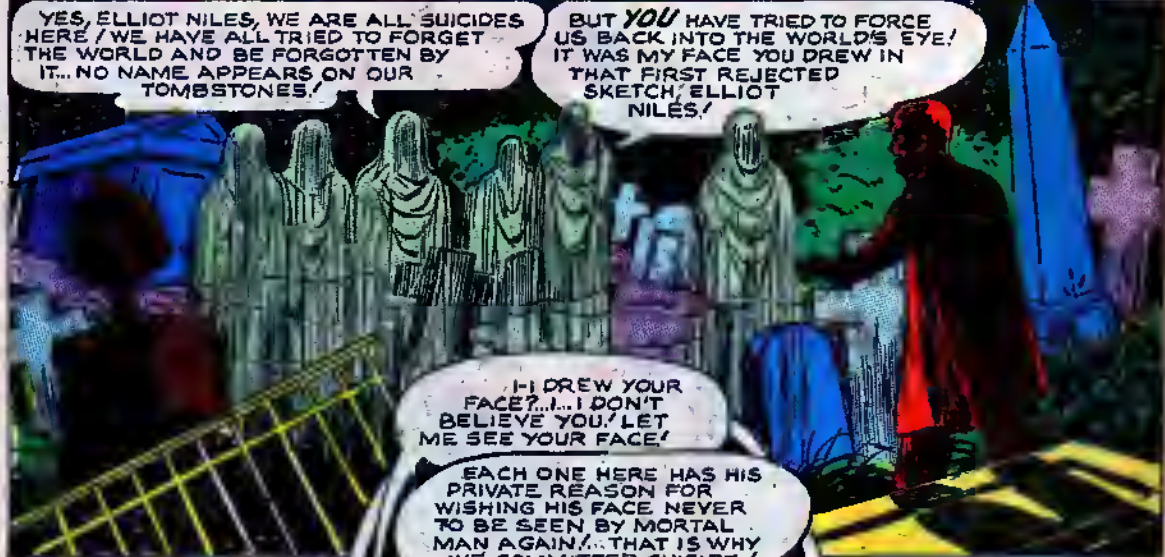
WHAT'S ON THESE HEADSTONES? WHO'S BURIED HERE?

NO NAMES! BUT THEY ALL MET DEATH STRANGELY... NOW I UNDERSTAND... THEY'RE ALL **SUICIDES!** I REMEMBER THE MAN WHO JUMPED FROM TOWER BRIDGE LAST YEAR! THIS IS A CEMETERY OF THOSE WHO **KILLED THEMSELVES!**



YES, ELLIOT NILES, WE ARE ALL SUICIDES HERE / WE HAVE ALL TRIED TO FORGET THE WORLD AND BE FORGOTTEN BY IT... NO NAME APPEARS ON OUR TOMBSTONES!

BUT **YOU** HAVE TRIED TO FORCE US BACK INTO THE WORLD'S EYE! IT WAS MY FACE YOU DREW IN THAT FIRST REJECTED SKETCH, ELLIOT NILES!



I DREW YOUR FACE?... I DON'T BELIEVE YOU! LET ME SEE YOUR FACE!

EACH ONE HERE HAS HIS PRIVATE REASON FOR WISHING HIS FACE NEVER TO BE SEEN BY MORTAL MAN AGAIN... THAT IS WHY WE COMMITTED SUICIDE! YOU CANNOT SEE OUR FACES!

I'LL SEE YOUR FACES, I'LL END YOUR GHOULISH PRANK / TAKE DOWN YOUR HANDS!



WITH TERRIFIED DESPERATION, NILES RIPS AWAY THE HANDS FROM THE FACE OF ONE COWERING SHADOWY FIGURE AND THEN RECOILS IN ABJECT TERROR AT THE INHUMAN, LOATHSOME SIGHT OF THE MOLDY GREENISH, ROTTING SKIN OF A FEATURELESS FACE!

WHY DO YOU CRINGE? WE WISHED TO LOSE OUR IDENTITY... DEATH GRANTED OUR WISH!

N-NO! IT CAN'T BE! LET ME SEE THE OTHERS!





**INCREDULOUSLY, ELLIOT NILES GOES DOWN THE LINE OF THE DEAD, SEEKING BEHIND EACH PAIR OF HANDS AN END TO THE SHUDDERING VISION OF FEATURELESS FACES...**

**BUT BEHIND EACH PAIR OF HANDS, ONLY DEAD FLESH LIES...**

**A FEELING OF NAUSEATING DISGUST FILLS HIM AT THE HORROR OF THE DECAYING FACES OF THE DEAD...**



**NOW YOU KNOW WHY I KEPT MY BACK TO YOU AND STAYED IN THE SHADOWS WHEN I WAS IN YOUR STUDIO, ELLIOT NILES!... IN THE NAME OF THE DEAD, DO NOT DRAW OUR FACES!**

**BUT THAT WAS MY ASSIGNMENT... THE FACES OF TWO SUICIDES! SOMETHING FROM THE WORLD BEYOND MADE ME, DRAW YOUR FACE! IT WAS JUST WHAT I NEEDED... AND I'LL DRAW IT AGAIN!**

**THREATEN TO DRAW US AND YOU WILL SUFFER, ELLIOT NILES!**

**MY REFLECTION... M-MY FACE, I-IT'S LOSING IT'S FEATURES!**



**YOU'RE TRYING TO SCARE ME! YOU'RE TRYING TO MAKE ME LOOK LIKE YOU! YOU CAN'T ROB MY FACE OF IT'S FEATURES AND YOU CAN'T STOP ME FROM DRAWING YOUR FACES!**

**BUT AS ELLIOT NILES RACES OFF IN DEFIANCE, THE SKY SUDDENLY DARKENS, THUNDER RUMBLES, OMINOUSLY AND LIGHTNING STRIKES WITH ANGRY FURY...**

**THE TREE'S DOWN! IT'S BLOCKING MY WAY OUT OF HERE!**





**A**S NILES TURNS BACK IN TERRIFIED PANIC, HIS FEET STEP ACROSS A FRESH DUG GRAVE, THE MUDDIED GROUND SINKS BELOW HIM...



**B**UT WITH RELENTLESS, PERSISTANT AND LETHAL INTENT, SOME FANTASTIC PRESENCE FROM THE WORLD BEYOND BURIES THE ARTIST'S GASPING MOUTH INTO THE SUFFOCATING SLIME...

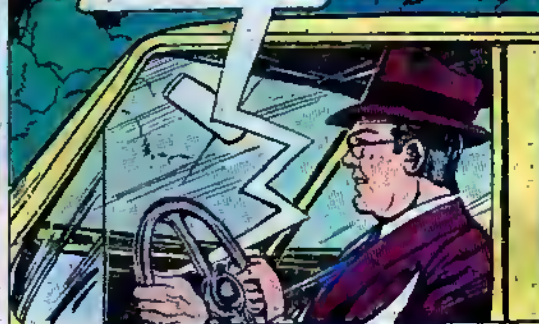


**B**UT AS HE STRUGGLES TO RISE, HE SINKS LOWER AND LOWER INTO THE GRAVE AND SOME, UNSEEN FORCE SEEMS TO BE PRESSING HIM DOWN INTO THE BURIAL OOZE...



**T**HE NEXT MORNING, AS THE EDITOR DRIVE TO TOWN...

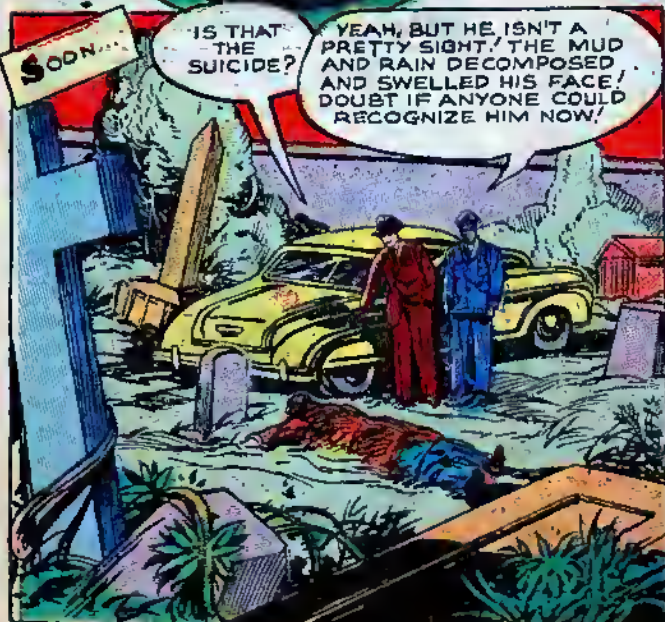
...AND THE DEAD MAN WHO WAS FOUND IN THE FORGOTTEN CEMETERY IS LISTED AS A SUICIDE!



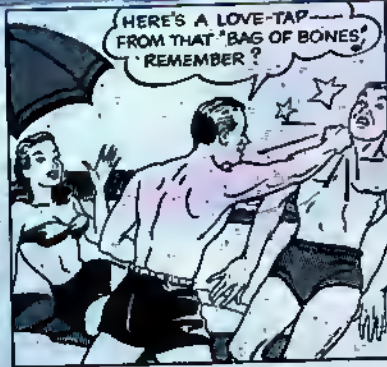
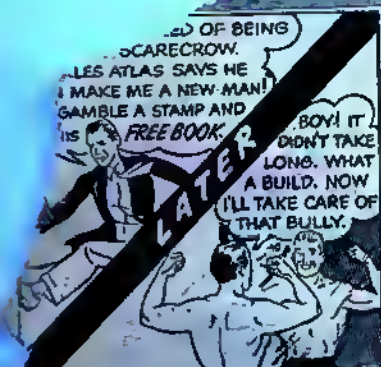
HMM, THE PLACE IS RIGHT NEAR HERE! I MIGHT AS WELL SATISFY MY MORBID CURIOSITY AND SEE WHAT HE LOOKS LIKE!

**W**ITH A FASCINATED GAZE, THE EDITOR LOOKS AT THE BLOATED, DISTORTED, PUFFY, ROTTING REMNANTS OF A ONCE HUMAN FACE...

WHAT A FACE! IT'S PERFECT! JUST WHAT WE NEED TO ILLUSTRATE THE SECOND FACE FOR THE STORY! I MUST TELL NILES ABOUT IT!







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**CHARLES ATLAS**

Holder of title.  
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Man."



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